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Division of Corporations

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## FLORIDA PROFIT CORPORATION OR P.A.

**Kimpler Consulting Corp.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION  
OF  
KEMPLER CONSULTING CORP.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under Chapter 807 of the laws of the State of Florida.

**ARTICLE I.**

The name of the corporation shall be:

Kempler Consulting Corp.

**ARTICLE II.**

**DURATION AND BEGINNING OF CORPORATE EXISTENCE**

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be the date of the filing of this Charter with the Secretary of State, State of Florida.

**ARTICLE III.**

**NATURE OF BUSINESS**

This corporation is organized for the purpose of transacting any and all lawful business as permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation and will include consulting services for the insurance industry and real estate investments.

**ARTICLE IV.**

**CAPITAL STOCK**

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is One hundred. All stock shall be payable in cash, property, real or personal, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall have preemptive rights to subscribe to the corporation's securities.

**ARTICLE V.**

**INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the initial registered address of the corporation in the State of

Florida is:

CT Corporation System  
1200 S. Pine Island Road  
Plantation, FL 33324

**ARTICLE VI.**

**PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

3140 So. Ocean Blvd, # 203N  
Palm Beach, FL 33480

**ARTICLE VII.**

**INITIAL BOARD OF DIRECTORS**

The corporation shall have (1) directors, initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in the by-laws of the corporation.

**ARTICLE VIII.**

**BY-LAWS**

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

**ARTICLE IX.**

**SHAREHOLDER LIABILITY**

The private property of the shareholders shall not be subject to the payment of the Corporate debts to any extent whatsoever.

**ARTICLE X.**

**INDEMNIFICATION**

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

**ARTICLE XI.**

**SPECIAL PROVISION**

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

**ARTICLE XII.**

**AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto.

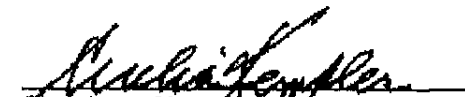
**ARTICLE XIII.**

**INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation:

Cecelia Kempler  
3140 So. Ocean Blvd., #203N  
Palm Beach, FL 33480

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 14<sup>th</sup> day of July, 2005

  
Signature of Incorporator  
CECELIA KEMPLER

**ACKNOWLEDGMENT OF REGISTERED AGENT**

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Dated this 15<sup>th</sup> day of July, 2005.

  
Signature of Registered Agent

CONNIE BRYAN  
SPECIAL ASSISTANT SECRETARY

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